

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

MINING PROJECT WIND DOWN  
HOLDINGS, INC. (f/k/a Compute North  
Holdings, Inc.), *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 22-90273 (MI)

(Jointly Administered)

**JOINT MOTION OF PLAN ADMINISTRATOR AND BITNILE, INC. TO  
MODIFY DEADLINES IN THE AGREED JOINT SCHEDULING ORDER ON  
DEBTORS' OBJECTION TO CLAIM OF BITNILE, INC. [CLAIM NO. 42]  
[Relates to Docket Nos. 964, 1057, 1209]**

**If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txsb.uscourts.gov/> within twenty-one days from the date this motion was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk within twenty-one days from the date this motion was filed. Otherwise, the court may treat the pleading as unopposed and grant the relief requested.**

Tribolet Advisors LLC, in its capacity as Plan Administrator (the “Plan Administrator”) in the above-captioned bankruptcy cases, and claimant BitNile, Inc. (“BitNile” and, together with

<sup>1</sup> On September 28, 2023, the Court entered the *Final Decree Closing Certain Cases and Amending Caption of Remaining Cases* [Docket No. 1287], closing the chapter 11 cases of the following sixteen entities: Mining Project Wind Down Atoka LLC (f/k/a CN Atoka LLC) (4384); Mining Project Wind Down BS LLC (f/k/a CN Big Spring LLC) (4397); Mining Project Wind Down Colorado Bend LLC (f/k/a CN Colorado Bend LLC) (4610); Mining Project Wind Down Developments LLC (f/k/a CN Developments LLC) (2570); Mining Project Wind Down Equipment LLC (f/k/a CN Equipment LLC) (6885); Mining Project Wind Down King Mountain LLC (f/k/a CN King Mountain LLC) (7190); Mining Project Wind Down MDN LLC (f/k/a CN Minden LLC) (3722); Mining Project Wind Down Mining LLC (f/k/a CN Mining LLC) (5223); Mining Project Wind Down Pledgor LLC (f/k/a CN Pledgor LLC) (9871); Mining Project Wind Down Member LLC (f/k/a Compute North Member LLC) (8639); Mining Project Wind Down NC08 LLC (f/k/a Compute North NC08 LLC) (8069); Mining Project Wind Down NY09 LLC (f/k/a Compute North NY09 LLC) (5453); Mining Project Wind Down STHDAK LLC (f/k/a Compute North SD, LLC) (1501); Mining Project Wind Down Texas LLC (f/k/a Compute North Texas LLC) (1883); Mining Project Wind Down TX06 LLC (f/k/a Compute North TX06 LLC) (5921); and Mining Project Wind Down TX10 LLC (f/k/a Compute North TX10 LLC) (4238). The chapter 11 cases of the remaining three Reorganized Debtors: Mining Project Wind Down Holdings, Inc. (f/k/a Compute North Holdings, Inc.) (4534); Mining Project Wind Down LLC (f/k/a Compute North LLC) (7185); and Mining Project Wind Down Corpus Christi LLC (f/k/a CN Corpus Christi LLC) (5551), shall remain open and jointly administered under the above caption. The Reorganized Debtors' service address for the purposes of these chapter 11 cases is 2305A Elmen Street, Houston, TX 77019.

the Plan Administrator, the “Parties”), by and through their respective undersigned counsel, hereby move to modify certain deadlines set forth in the *Agreed Joint Scheduling Order on Debtors’ Objection to Claim of BitNile, Inc. [Claim No. 42]* [Docket No. 1209], and in support thereof, show the Court as follows:

**Procedural Background**

1. On September 22, 2022 (the “Petition Date”), each of the above-captioned debtors (the “Debtors” and, as of the effective date of the Plan, the “Reorganized Debtors”) commenced a chapter 11 case by filing a voluntary petition for relief in this Court under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”).

2. On February 13, 2023, the Debtors filed the *Objection to Claim of BitNile, Inc. for Contract Rejection Damages* (the “Objection to Claim”).<sup>2</sup>

3. On March 13, 2023, BitNile filed its *Response of BitNile, Inc. to Debtors’ Objection to Claim No. 42*,<sup>3</sup> thereby commencing a contested matter on the Objection to Claim (the “Claim Objection Proceeding”).

4. On February 16, 2023, the Court entered an order confirming the *Third Amended Joint Liquidating Chapter 11 Plan of Mining Project Wind Down Holdings, Inc. (f/k/a Compute North Holdings, Inc.) and Its Debtor Affiliates* (the “Confirmation Order” and “Plan”, respectively).<sup>4</sup>

5. The Plan Administrator is governed by the Amended Plan Administrator Agreement (the “Plan Administrator Agreement”).<sup>5</sup> Pursuant to the Plan, Confirmation Order, and Plan Administrator Agreement, the Plan Administrator is tasked with, among other things: (1) serving as the sole manager, director, and officer of the Reorganized Debtors as of the Plan’s

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<sup>2</sup> Docket No. 964.

<sup>3</sup> Docket No. 1057.

<sup>4</sup> Docket No. 1019.

<sup>5</sup> Exhibit E to Docket No. 1079.

effective date; (2) implementing the Plan and any applicable orders of the Court; and (3) reconciling and resolving claims asserted against the Reorganized Debtors' estates.<sup>6</sup>

6. On August 8, 2023, the Court entered the *Agreed Joint Scheduling Order on Debtors' Objection to Claim of BitNile, Inc. [Claim No. 42]* (the "Scheduling Order").<sup>7</sup> The Scheduling Order establishes deadlines applicable to this Claim Objection Proceeding, including but not limited to the following:

- The parties shall complete their production of documents no later than October 31, 2023
- The parties shall complete all fact discovery in this Claim Objection Proceeding on or before December 15, 2023.
- The parties shall complete all expert discovery in this Claim Objection Proceeding on or before March 15, 2024.<sup>8</sup>

#### **Relief Requested**

7. The Parties request to modify the Scheduling Order by extending the above-described deadlines by forty-five (45) days, as set forth in the proposed order attached hereto (the "Order").

8. An extension of time will not prejudice any Party or other interested party. The Parties have engaged in settlement discussions in a good faith effort to arrive at a resolution of the Objection to Claim. Although written discovery requests have been exchanged, the Parties desire to extend the time for submitting responses to those requests and for pursuing depositions and expert discovery so as to allow the Parties more time to focus on the prospect of settlement.

9. The Plan Administrator submits that an extension is in the best interests of the bankruptcy estates and their creditors, as it will minimize the costs of litigation associated with

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<sup>6</sup> Plan §§ 4.2.5, 7.3; Confirmation Order ¶¶ 53, 88; Plan Administrator Agreement § 1.3.

<sup>7</sup> Docket No. 1209.

<sup>8</sup> See Scheduling Order ¶¶ 4-5, 7.

the Claim Objection Proceeding while exploring a resolution that would maximize value for the estates.

10. This request is being made prior to expiration of those deadlines in the Scheduling Order for which an extension is sought.

WHEREFORE, the Parties jointly request that the Court enter a modified scheduling order providing for the extension of certain deadlines, as set forth in the Order attached hereto.

Dated: October 27, 2023

/s/ Charles R. Gibbs

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*Counsel to BitNile, Inc.*

**Certificate of Service**

I certify that on October 27, 2023, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

*/s/ Charles R. Gibbs*

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Charles R. Gibbs